

Gwen Stacy:the Power in her wrist

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Summary: The Omnitrix, one of the most powerful gadgets in the universe and within the first few hours after its creation is freed into the galaxy by Azmuth, it ends up on the wrist of Gwen Stacy. Join her as she reunites with her boyfriend and becomes a potential hero. Set immediately after Amazing Spider Man 2012 and will lead up to Avengers 2012. loosely based of original Ben 10.

1. Chapter 1

Outer space, an enormous void filled with magnificent and ancient civilizations. The vast regions of this universe look quiet peaceful but when looked closer, one would be surprised on how so much occurs. Many galaxies contain life, but this Journey focuses in one particular galaxy called the Milky Way. In this galaxy a series of events will occur, ones where perhaps only the most powerful of celestial beings will remember. Deep in the vacuum there is a small pod designed as a spear with the colors green and grey heading straight towards the third planet of a yellow sun in a solar system well known to many beings. Inside the alien pod contains a device, a gadget that is said to be one of the most powerful made objects in the universe. It is the first untouched model of the Omnitrix, a form of superior ancient technology containing the DNA of over one million-nine hundred and ten alien species, this watch like gadget's origin and purpose is truly unknown only for a fact that its creator Azmuth has sent it far across the galaxy in order to be avoided at the hands of pure evil. The elderly Galvan only hoped that it will fall in the hands of someone or something with a good heart and that they will use his creation wisely, but what he did not know is that a young women of Earth, caring, loving, and intelligent who has been through a lot recently will be the one to take the responsibility of being granted the powerful Omnitrix, Gwendolyn Maxine Stacy.

It started with an alien device did what it did, it stuck itself upon her wrist with secrets that it hid.

Now she's got super powers she is no ordinary chick, she is Gwen 10,

So if you see her you might be in for a big surprise, she will turn into an alien before your very eyes.

She is slimy, creepy, fast, she is strong, she varies shape and sizes she is Gwen 10.

On with powers she on the case, fighting off evil from Earth her place.

She will never stop till she saves the day, because she is the toughest chick to ever save the day.

GWEN 10.

****Midtown High of Science, Earth 8:05****

"But those are the best kind", those were words that completely melted her heart right there. She turned around and gave him a beautiful loving smile fighting the urge to cup his face and kiss him where he was seated. He simply gave her a smirk followed by a whispering "I love you", to her and before their small session could commence their teacher began the class with instructions to open their textbooks. The class felt like it took almost an eternity but that was only because Gwen couldn't get more excited to confront her bug boy after these last harsh couple of weeks. They walked out of the classroom, Peter tailing right behind his one and only girl when all of a sudden she grabbed him by his dark blue shirt and began marching straight towards his locker gently shoving aside students in the seemingly crowded hallway. Once they got to their destination she aggressively slammed his body against his locker, wrapped her arms around his bruised neck and proceeded to kiss him with a passionate moan and loving embrace, Peter didn't need to think twice and joined with her in the lovely but small make out session. She went so far as to shove her tongue into his mouth and lick his own which he followed along with, unknown to them both tears of joy simultaneously ran down their cheeks along with small trails of saliva going down their chins. These two were inseparable, they knew that now it was best to stay together no matter what, life risking dangers be damned she would face them if it meant being with her bug boy. Peter decided he will break the promise he made to her father on the rooftop of Oscorp Tower that night they fought the Lizard, he knew it was Captain Stacy's last dying wish but if he was still alive he would find out this promise was killing his daughter on the inside. So from this point on Peter will no longer commit to the promise and decided he will protect her with his very life and die knowing she was safe.

"Gwen, forgive me", Peter said in a raspy voice as soon as their lips and tongues parted. "I love you I really do, I'm so sorry for putting you through that, I won't ever push you away or leave you again I swear on my life please stay with me", he finished with a slight cry in his voice.

She responded by kissing his tears away from his cheeks, "Don't cry Peter it's all fine now, you have cured my sadness I'll stay with you till the end, you will keep me safe I know you will and don't ever think I will leave or get tired of you I love you too much for that",

she said with her own quivers and tears.

The two continued to make out in the hallway not caring that nearby students were watching with looks of shock and disgust. This went off for some time until both heard an "Ahem". They parted from their kissing and both stared into the eyes of a elderly teacher giving them a stern look while calmly shaking his head no, "Get to class quickly you two and I won't report you for PDA's", he said also in a calm manner. The two gave each other a look and smiled wiping their chins off the moist of their saliva and quickly began to walk towards their next class hand in hand wiping their dried tears, good thing they had most their classes together so they could still see each other with the exception of Peter's free track and lunch period. The rest of the school day went by pretty fast and it was a big relief it was Friday meaning that the couple had a good weekend with no homework to look forward to. Once they left school campus they got onto the side walk of New York with his arm around her shoulder still happy to be back together.

"Can I ask you something?" Peter said in his calm whisper talk. His girlfriend looked up to his height and nodded. "Do you truly forgive me? I really need to know that you will no longer be sad or depressed, especially about how I got your father to fight by my side and payed the price". She didn't show any sign of distraught or sadness, "You my bug boy are by my side again and the only way for you to harm me is by staying away and sticking to my Dad's promise, which I know you won't now", she finished her sentence with a peck to his lips. To be honest Peter still had slight bad thoughts in his head during school, thinking that Gwen would brush this affection off and ignore him again which he would totally understand if she did, he freaking left her for several weeks thinking it was for the best and here she was loving him more than ever. Gwen Stacy is the perfect girl for him hands down. The young high schoolers changed the subject by holding each other closer and continued their walk, once they reached the street that led to Gwen's she got an idea and whispers to her bug boy, "How about we go for a high swing to my apartment, just you and me for our little reunion of a wall crawling hero and his girl?" She added with biting his ear lobe, she couldn't help herself but to do that. "I guess we could but we have to start where no one will see us take off", the spider powered teen said while slowly gearing them both towards an alley that looked like there couldn't be a single person in sight. Peter and Gwen grabbed on to each other real tightly as he just finished attaching the new web shooters to his wrists, his old ones completely destroyed back during the battle with Connors on the tower. Knowing that Gwen trusted him with his safety, Peter leap into the air almost reaching the rooftops of the buildings they were between in and shot a bio cable from his wrist to the much taller buildings surrounding the city. Despite it being broad daylight Peter didn't care about being spotted since by this point they were past 20 stories into the air so if anyone did see the two they would have a hard time figuring them out by identity. Gwen cackled loudly as her bug boy did several spins in the air all while she clung to his chest and shoulders feeling the wind rush past her hair even though it was tied in a high pony tail. This went on for at least 10 minutes until they could start to make out Gwen's apartment out in the distance with precise physical movement, Peter slowed down his momentum and speed and as soon as they were close enough they landed on the rooftop of her family's apartment.

"Phew what a wild ride, that was fun thanks Pete", the blonde hair

teen said with relief that they had made it home safely.

"No problem, glad you liked it, these new web shooter work as well as the old ones", he said.

"Old ones" She wondered. "Yup, during the battle at Oscorp, Connors as the lizard crushed them by squeezing my wrists tight nearly breaking my bones too", he replied staring at the scars on his wrists.

She stared and rubbed the scars on his wrists bring them up to her face and kissing each one as a way of telling him she was still here to help clean or treat his wounds if he were to ever get hurt fighting crime. The two smiled and Gwen pulled out her arrange of keys and found the one that accesses the door of the rooftop, this was the same rooftop where Peter revealed who he was to Gwen, the memories. Once they went down the stair way that led to several apartments on the top floor, Gwen found the house number of her family and pulled out another key that led to her home. The inside was just as Peter remembered quiet fancy looking and expensive. He realized it was too quiet and asked, "Are we the first ones hear?" She set her stuff down and responded, "Yes we are, my Mom doesn't come home until four o' clock and she is the one who picks up my brothers from school, which means we have some time to ourselves". She undid her hair and walked towards while he set his stuff down near the door way, he was taken by surprise when she spun him against the wall and engaged him in another passionate lip lock bring her entire left leg around his hips. Peter quickly recovered and wrapped his arms around her, one around her hips and one almost touching her butt. This went on for only a couple seconds until they both parted their lips and giggled like a normal couple from high school even though their lives pretty much weren't normal anymore.

"We still have a few hours together, I say we hang out in your room for the time", he asked the smart girl who was grinning at the suggestion. "I couldn't agree more with you bug boy", she finished by running straight towards her room while Peter jumped onto the ceiling and crawled right after her, as soon as she was in the room he dropped from the ceiling and closed the door behind him, this weekend just keeps getting better but unknown to them both things were going to get freaky especially for Gwen in the near future.

Helen Stacy along with her three sons, Howard, Philip, and Simon Stacy, entered their apartment home so relieved that the weekend had just begun. The kids automatically went to the living room to enjoy some free time for the day and before dinner. Helen was glad that her younger kids had remembered their manners and set their stuff down near the front door table, it was that moment when she realized that her daughter Gwen's school stuff was there when they got home along with a dark colored backpack which clearly didn't belong to anyone in the family. She automatically suspected it could belong to the boy who came to their house for dinner several weeks ago, Peter was his name. While the kids were playing video games on the large television their mother could hear faint giggling and laughing in the back of their home and it was coming from a particular room, she didn't hesitate to walk straight towards Gwen's room and listen more closely. Helen heard more soft giggles and laughs from the other side of the door and made the choice of opening without knocking and the site quiet shocked her but not as much. Gwen was sitting in her bed with her laptop while Peter was on the edge of the bed painting her

toenails, the two looked up from their activity surprised they got interrupted.

"Hey Mom, glad you guys are home", the blonde said with her face turning red and a soft smile, her boyfriend set down the nail polish down and gave his own shy goofy smile to the older women, "Good afternoon Mrs. Stacy", the teen with secret spider powers said in a more softer voice that he normally does.

"Gwen, Peter, oh my apologies I didn't mean to interrupt I heard noises from you both and I got curious I'm so sorry don't be upset please", the mother of the Stacy's replied with a tone of she should have known better.

This time it was Peter who spoke first, "No problem Mrs. Stacy I just stopped by here to check on Gwen and spend some time with her, we weren't doing anything inappropriate", that last statement turned both his and his girlfriend's faces beat red from how wrong that came out. Helen believed his every word since he just got done giving Gwen a pedicure and her daughter was simply typing up a blog on her laptop.

"It's alright Peter don't be shy or ashamed, it's great to see you again it's been weeks since I saw you both together but it is understandable we went through a tough time we had to surpass but we are fine now", Mrs. Stacy replied with a small hint of sadness in her voice but that was quickly buried away with a comforting smile.

Gwen was the next one to speak, "Mom could you gives a moment please? We will be out in just a few minutes I'll help you get dinner started", she said and in return her mother smile and quietly shut the door. Peter let out a breath he didn't know he was keeping in and the grabbed the nail polish to close the lid. Gwen logged of her user and closed her laptop, she stared at the tips of her toes and was pretty impressed with how well Peter had painted the them. The color she chose was a dark lime green, since it was personally one of her favorite colors but she hardly chose to wear clothing of said color since she thought it might look weird on her.

"Not bad, Pete you did pretty well, you didn't even make a mess", Gwen said as she was removing the cotton balls between her toes. Peter, who just got back from walking to a side of her room where she kept a small shelve full of a variety of nail polish and beauty products, "Thanks, I never thought I would ever do that for a girl, especially my girlfriend who doesn't seem like she is into that kind of stuff, but hey it was a fun activity", was her bug boy's response.

"The nail polish collection was a gift from my aunt, I thought it might be a good activity to pass the time since it went by so fast and now my family is here".

Due to mentioning her family Peter decided that it was best if he left for her to handle family affairs and he'll text back later, but his girlfriend decided against that, she insisted for him to stay and give her family company, her brothers really liked him and her Mother didn't seem to have a problem with him since she thought it was nice for Gwen to be with a person who cares for her. Peter decided it was fine then and after Gwen put on some sandals and changed into a simple black t shirt and sweat shorts, they headed out of her room

towards the other people in the apartment. Upon seeing Peter in the living room the kids stopped playing their game and went to greet the guy their sister was apparently dating.

"Hey Peter", they all said in excitement. The superhero in secret greeted them with high fives and chuckles, "Hey guys good to see you all again it's been a while".

"Darn right it has, you're a cool dude Peter come play with us, it's up to four players", the oldest of the brothers said while he was already grabbing Peter by the arm and leading him to their large sofa. Peter didn't want to be rude to them or reject their cheery offer so he went along with what they were playing which was Call of duty: Black ops.

Gwen on the other hand entered the Kitchen with a smile on her face and kept true to her word as she began helping her Mom with dinner, it was Spaghetti night for the Stacy Family. They were all looking forward to it.

"So, are you two officially a thing now?" Helen asked her daughter as she was separating the noodle strands. Gwen replied with a simple, "Yup". Helen was happy for Gwen, ever since her husband died their whole family mourned the loss and accepted the fact that life must go on but her daughter still seemed saddened weeks after George's death, her only guess was that an obstacle was standing between the two teen's relationship but worked things out and got back together which was fine by her since both High schoolers looked more relieved than ever.

"Nice pedicure, you were never into those womanly things though", the older women said changing the subject.

"We thought it would be a fun activity to pass the time, especially since it was a good time to catch up on what we've missed from not seeing each other in a while", the heir of the Stacy family replied as she stirred the meat balls in the sauce in a professional manner.

"Does he know about you father", Her Mother countered with a whisper. "Yes, he knows which was mostly why he was away, he didn't want to be a burden towards us and our loss", was all Gwen replied.

"Nonsense, he seems like a pretty nice guy, your brothers seem to like him and he looks like someone who has respect for others and has an entitlement to his own opinion, plus I can tell you like him a lot sweetie, Helen said.

"Your right Mom, I really do and he has promised to never leave in that kind of way again and be here for me and our family", the blonde girl responded. Her mother knew she was telling the truth and asked her if Peter would be staying for dinner and her daughter responded with the complete opposite of no. Helen couldn't be anymore happy, it was Spaghetti night, she wasn't tired, and her baby girl is dating someone who she thinks is appropriate for her. This weekend was going great.

****Space, Solar System of the Sun****

The Omnitrix was approaching its destination, the third planet from

the young yellow star, Earth. Before entering the Solar System, the spear like pod containing the watch like device broke apart and was now continuing its path in a greyish green looking orb. As the alien device was getting closer to the Planet of Homo Sapiens, the artificial intelligence that remained dormant within the gadget awoke for a brief moment and with its superior technology began to scan many life forms on the giant land masses surrounded by water. This proved to be pointless since a good population of the Earth already seemed to possess supernatural abilities along with several super powered beings with an essence that can only be described as power hungry and arrogant. After a couple of more seconds the scanners landed on a particular human female, one which suited the perfect bonding, this Human was unique and deserved this power and can only hope she will make the right decisions. Before the Omnitrix's A.I. became dormant again it set its coordinates to an upper landmass on the western side of the Earth and continued its journey hoping to make it by nightfall.

"This is really delicious Mrs. Stacy thank you very much", Peter said as he placed another meatball into his mouth. The Stacy family was having dinner along with their guest and everybody was enjoying themselves company not seeming to care about a single problem in the world. The kids at the table brought up the memory of Peter coming to their home and trying Brazzino for the first time, they all laughed at that, including the teen dating Gwen. Helen commented on Peter that he had definitely opened himself up more to the family and that he hasn't shown signs of nervousness or stuttering like the first time he visited them. The two teenagers at the table smiled and nodded. Dinner didn't go by fast and everyone still stayed to talk at the table but after nearly being together for two hours the kids excused themselves from the gathering and left to their rooms to spend some time alone. Helen was left to clean up the table while Peter and Gwen went to the kitchen do the dishes, as soon as that was done Peter looked at the time and gasped that it read 6:30 pm, now normally that wouldn't be considered late but he still had a widowed Aunt May to take care of at home. Not to mention that they were entering the seasons where the days are shorter and the nights are longer.

"Gwen, I hate to say this but I got to go, Aunt may must be wondering where I'm at right now", the soft talking teen said at he just finished putting away the last of the dishes.

His girlfriend gave an understanding look since it was already getting dark and he had his own family to take care of. Once Peter mentioned he was leaving to Gwen's Mom she came over and gave him a comforting hug. "It was great to have you over Peter, come by anytime, your always welcome", she whispered into his ear. The teen nodded and joined Gwen in heading for the door. He picked up his belongings and Gwen pulled him into a brief passionate kiss, as soon as the two parted he was out the door way walking backwards down the hall.

"I'll text you take care, I love you", he said with a proud open voice.

She blew him a kiss and replied, "I love you back", before closing the door with a grin.

"I'm off to my room Mom, get some rest goodnight", the blonde said to

her ageing Mother.

"Gwendolyn Stacy I am not that old to be said goodnight at this hour", Helen scoffed at her but if only she knew that in one hour and a half or more, she would go to bed to sleep just as her daughter predicted.

Later that night, around 10:00 pm Gwen was in her Room typing up a random blog in her laptop on her bed. The cute blonde had changed into a white t shirt with no bra underneath along with a pair of green pajama pants which were given to her by her grandmother, they matched her pedicure nicely. Looking at her toenails reminded her of her bug boy, she had finally got him back and there wasn't a single force on Earth that was going to keep her away from him. She found a picture of Peter on the school website and placed it as her back ground screen, she couldn't help it. It was getting a little humid in her room at this point. She decided to open her fire escape window and let in some of the cooler air, not knowing this was the first step of a new life she wasn't going to be able to reverse. As soon as she stuck her head out to let the fresh air hit her face she noticed something high in the sky right on top of the building she was in, it was a small dot glowing green, the blonde couldn't stop staring at it and noticed the light was getting brighter if not bigger. She grabbed a pair of binoculars from the back of her closet and as soon as the anomaly appeared to be right above the city, the light died down just a tiny bit. Gwen saw through the enhanced binoculars and gasped at what laid before her sight, it appeared to be a small grey orb with a glowing green aurora, the object was coming down towards the roof top at a really slow pace. The blonde was breathing heavily and her arms were shaking with slight fear. She couldn't believe that a U.F.O. or at least that's what it seemed to be was landing silently on the rooftop of her Apartment. Now normally Gwen would be used to seeing supernatural things counting having a boyfriend with spider powers and a scientist who turned into a giant mutant lizard but this just took it to a whole new level.

Curiosity getting the best of her she stepped back into her room and quietly left her apartment not bothering to put on her slippers. Grabbing the key to the apartment and rooftop, she stealthy made it out into the hallway where the lights were dimmed, quickly taking the stairs to the rooftop the sight shocked her up to the point where she cursed and nearly pissed herself. Surrounding the rooftop was the same aurora she saw in the sky only now she was certain it was alien since the presence there was somewhat uncomfortable. Her arm closed the door behind her and she noticed the light was coming from the upper parts of the building, Gwen despite having the goosebumps climbed up the latter which led to the ventilation systems and there was the orb, slowly opening itself.

The Omnitrix felt its sphere capsule open it could sense the presence of the Human it had been seeking. It could feel the emotion radiating off this young life form and it was one of miss comfort. To clear this up it produced a humming noise which only seemed to startle its future host even more. The watch revealed itself to its new owner, fully freed of its capsule and demonstrating it meant no harm towards its bonding partner but said partner gave the same respond as before.

Gwen couldn't even remember why she came here in the first place, one minute she was simple opening her window for some fresh air and then

the next minute she was on her rooftop looking down at what appeared to be alien watch of some sort. Once she realized she hasn't been killed yet she took a step forward with her bare foot and then the other followed as well. This thing was a strange device that wouldn't stop humming it was a soft humming to her ears almost feminine in the matter. The watch opened in way as if it wanted to give her a hand shake and the girl was taken by surprise when the device knew what the human gesture stood for. This soothed Gwen's frightfulness a bit but she wasn't sure what to do next, should she dare touch it? What if it truly meant no harm? Her love for Peter was brought into her mind and heart she swore to herself never to leave his side no matter, life risking dangers be damned she would face them if it went she would get to be with him. Without further ado, she extended her left wrist towards the device and faster than she can blink it jumped from where it was lying and strapped itself upon her body mending with her DNA and confirming her as its user and host.

"AAAHHHHH, GET OFF ME, GET OFF ME YOU PIECE OF SHIT HOW COULD I HAVE BEEN SO STUPID TO TRUST AN ALIEN ARTIFACT", the young teen screamed loudly not caring if anyone heard her at this point.

She caught site of some pliers lying near the vents and didn't hesitate to pick them up, she inspected them closely and saw that these were the kind of pliers used to bend nails. Without thinking twice Gwen dug the tool into the thing on her wrist and began squeezing the living hell out of it. The result was the pliers ended up braking rendering them useless but that didn't stop Gwen from banging on the Omnitrix more and more with her palm up to the point where tears started to appear at the corner of her eyes. The tears fell as she gave up and spoke to it in a supposedly soft voice. "Please come off I don't want you to kill me I have a family and a lover to still embrace", the hyped up girl begged with now all the shock and anger leaving her body. The watch's reply was a soothing hum and a glow that ran from the hourglass icon to the veins running up Gwen's arm. Despite how weird it looked, it wasn't painful. It almost feels now like as if nothing is on her wrist, like a part of her body. The omnitrix decided to show its user her gifted universal abilities, there was a high pitch chirm followed by a techno CLICK, CLICK, CLICK. The circular part of the watch popped up with the hour glass icon extending out and in front of the green background there was a silhouette of an odd four legged creature almost a dog in resemblance. Gwen decided she would touch the circular pop up, she place her index finger and thumb around the edges and with no excess pressure she switched the silhouette to one that looked like a four armed giant, then one that looked like a frog, a velociraptor, a blob, a creature with spikes, a amphibian, a bug, a rock rolling creature, a female figure with a aurora around her body, and then back to the dog. This left Gwen pretty impressed, she inspected the device more closely and it had a pretty bulky yet small appearance the design was mostly black and white with streaks of green resembling a pattern on it. It didn't take her long before she realized that the circular pop up could be pushed down when added pressure. The young teen scrolled through the silhouettes and landed on the last one since it was the only one that looked like it would have a female body. Taking another big risk she pressed down fully on the icon and all of a sudden she felt hot molten rocks began to grow onto every part of her body along with fire ridges running through them. The next phase of transformation was her size. She was growing to a massive 6ft 9 inches. The finishing touch was her body erupting in flames and the top of her now lava rock head spurted out torrents

of golden yellow flames and slowly moving behind her resembling a women's loose hair who hasn't been cut in years. What stood in Gwen Stacy's place was amazon women made of molten rock and fire with a swelling chest with the watch's symbol and feminine hips. To the Omnitrix this was a DNA sample of a Pyronite from Pyros. Gwen looked down at her body taking in the changes the watch had done, she didn't panic that she was on fire because she didn't feel like it was burning her in fact it almost felt as if she was in her normal body even though she wasn't. Instead, Gwen Stacy in a sizzling hissy voice let out five little words she said the day her boyfriend jumped of the edge of this building

"Oh god I'm in trouble".

A/N: what do guys think? Goes easy on it it's my first story and please understand that this is loosely based of Ben 10 the original series. The only thing ben ten about this is the Omnitrix, nothing more than that sorry.

2. Chapter 2

Chapter 2: New powers for a Stacy

A/N: Well here it is everyone, chapter two and Gwen had just received The Omnitrix. I want to make something very clear for those who are hardcore fans of Ben 10, this is not a complete crossover the only thing you will ever see in this fic is The Omnitrix and Gwen Stacy's gain of knowledge from it. That means no Ben, Gwen Tennyson, Grandpa Max, Kevin 11, Vilgax, and the Omniverse. They will not be involved, sorry but that's the way I intended this to be, but look on the bright side if you liked the Marc Webb films and the Marvel Cinematic universe, that's what this mostly revolves around. I would like to thank Rexfan1333 for being the first to leave a review, thanks dude, I'm sorry this is not living up to your expectations but please enjoy my fic you will not be disappointed. Please spread the word of this story, I would really appreciate it.

Queens, Parker residence 7:00 PM

Peter had just arrived at his Aunt's house in less than thirty minutes thanks to his powers and swinging through the night as your friendly neighborhood Spider Man, without the suit of course. The superhero teen marched straight up the steps inserting the key to the house and was greeted with the voice of his Aunt calling out to him. Peter ran to the kitchen where she was and scooped her up in his toned strong arms while spinning out of control laughing. His ageing Aunt was shocked and told him to put her down immediately.

"Sorry about that Aunt May, today is one of the best days of my life so far", the hyped teenager apologized while giving a goofy smile. Once his last family relative regained her composure she joined into the conversation he started and asked, "What's gotten you all excited tonight?"

"Remember Gwen, the girl I started seeing a couple weeks back? She is now officially my girlfriend and we've agreed to stay with each other, can you believe it Aunt May? I'm dating someone". The older women's eyes went wide and she pulled his head down to his kiss his cheek. "Oh honey, I'm so proud of you for excepting her, she does

seem like a nice girl and not like the others I see in your school and on the streets", Aunt May responded with complete proudness, no wonder her nephew hadn't been home until now. He must have spent the entire afternoon with his new and first girlfriend.

"Thanks, sorry if I wasn't here when school was out, she wanted to hang at her place, and I couldn't resist", the love struck teen said with a proud smile.

"Peter Benjamin Parker if you are going to be rushing into sex so quickly then you better make sure you are both using protection", the ageing woman scoffed at her nephew. The spider powered teen gasped really loudly, never wanting to make the last part of his sentence sound in that kind of way.

"What? No Iâ€|No Aunt May that's not what I meant by that at all, what I meant was that we simply passed the time chatting and socializing I didn't do, you know what, with her", he said with his face turning red and was surprised he also wasn't nervously stuttering like he usually did when he got anxious or in trouble. Perhaps what Gwen's Mom said was true, he was more open and no longer fearful of saying what came to his mind. He only hoped his Aunt could believe what he told her.

"Calm down sweetie, I know you didn't I just wanted to see what you would say and I believe you, your Uncle and I raised you well after all", May said with a now comforting look on her face. "Besides you probably just gave her a massage or a pedicure", she added.

"You just read my mind", the boy who was secretly Spider Man responded with a sigh of relief and glad he was no longer being badly lectured and judged. Aunt May returned to what she was doing which was making dinner but since her nephew was with his girlfriend the whole afternoon she guessed he had dinner or something to eat at her place. Peter must have been thinking the same thing because he insisted on her making a meal for herself since he had a good fill despite his fast metabolism. For the moment he was going to help make her dinner and keep her company while they watched some T.V. for the next few hours, after all Aunt May has done for him this was the least he could do. He will see his loved one tomorrow and if she is willing they will hang out.

Later that night, around 10:00 pm Peter's Aunt has long gone to sleep and he was in his room examining his alter ego's suit. He was thinking of maybe making a new design since this particular one was never what he truly had in mind since he first made it. There was just too much blue rather than red and the suit lacked several spidery features. He would have to ask Gwen's opinion when they meet again but for now he set the suit aside, Spider Man will not be swinging through the streets of the city this weekend. He only hoped that Saturday and Sunday will be normal and relaxing but what he didn't know is that his girlfriend living on the other side of the Queensboro Bridge in New York was in a heated situation and things were about to get even hotter for her, literally.

****Gwen's apartment rooftop****

She stood in place for about 5 minutes after speaking for the first time in the fiery body. Gwen couldn't fully comprehend what just happened despite knowing it was the watch's doing. Several minutes

ago she underwent some kind of extraterrestrial transformation turning her physical form of a cute nerdy teenager, into something that crawled out of the depths of Krakatoa. Deciding to finally start moving, she raised her hands to her face, they were bright yellow and the pinkie fingers were gone showing a total of only eight fingers. The girl turned Pyronite looked down at her feet and the image was the same as her hands, bright yellow glowing with two sharp toes on each foot. Gwen looked back up knowing what the rest of her body probably looked like but her biggest concern was her hair. She quickly raised her hands up to touch her lava rock skull and a puff of relief smoke escaped her lips, from her scalp to her back were cascades of yellow flames now turning a darker blonde color giving a representation of hair for the humanoid creature. Looking to make sure no one was around despite being on a rooftop, she groped her rocky chest, God it was huge and firm, at least by her standards at the moment. After inspecting herself more closely, the watch's essence in her mind instructed her to close her eyes and reacting to this on instinct, she obeyed. Power began coursing through her lava veins, charging up like a bomb waiting to go off. The thing that was most exciting was that she felt as if she had absolute control of the situation now.

The Omnitrix was working its way through the new user, giving her the understanding of how the abilities of a Pyronite worked. The creator of the gadget added this trait so that the host will not struggle to control the aspects of the new alien life form it took. Remembering the task at hand, the High schooler spread her arms into the air and unleashed large projectiles of fire. Behind this combustion was a mixture of emotion and thoughts, her family, her life, her sorrow for her dead father, and her love for Peter Parker. After what felt like an eternity Gwen Stacy stopped what she was doing and faster than any ordinary fire could travel, she lowered her palms to the ground and shot into the night sky like a rocket. The sensation was absolutely amazing. Many people down in the streets below stared up into the city skyline and saw the traveling streak of fire, since this was the city that never sleeps people would still be up and at 'em and the sight in the night amazed several audiences. Low office buildings that were still running businesses at this hour stopped what they were doing to watch the meteor like object, marveled by its movement. At first they were thinking that it could have been Tony Stark's Iron Man but the thought was quickly discarded when they noticed the flaming ball in the air rocketed as if it were launched, not truly flying. The Manager, who was silently admiring the event was the first to recover and scoffed at her employees telling them to get back to work which they all respectfully did.

"WWWWOOOOOOHOOOOOOOO", screamed the flaming alien girl in excitement. She gave a brief look down and loved the feeling of being high into the air, now she knew how her bug boy felt when it was just him swinging above the streets with one grabbing onto his back. Without further a doubt the big buildings started coming into view, this just got a little more serious and interesting. Trusting her new found powers, Gwen conjured up a surfboard or well in this case a flame board with her mind and stood on top of it like a pro. Using precise calculations, the fiery being shot majestic flames from behind her platform and maneuvered to the left of a large building she knew would be evaded before going straight again. After a couple more structure dodges Gwen saw that her journey was leading her to the center of the city and thoughts of common sense hit her, she could not let her self be detected to quickly, especially since there was

already a good amount of people who she knew saw the sky performance not long ago. The Oscorp building still going under repairs to this day from the lizard incident was just several blocks down from her path now, thinking like the smart girl she was, Gwen made a U-turn and surfed towards the ocean view heading straight for the Empire State Building, the once tallest building in the world.

Upon reaching the tip of the longest antenna, the Pyronite made her board vanish with a snap of her burning fingers and balanced herself to take in the beautiful view of New York. This day couldn't get any more exciting, she went to school thinking that it would be like the last couple of weeks, but the events of the last six hours said otherwise, she received her first and hopefully only boyfriend, the pain and loneliness gone from her thoughts, a family who stuck together and accepted her bug boy, and now she had been granted a unique power which only the most arrogant and twisted people in this world could dream of having. Gwen Stacy was truly blessed and she will appreciate what she has now till the end of her natural living days. Deciding to push the testing of her abilities once again, the teenager launched her body 50 feet into the air from the antenna and charged up almost all the energy she could muster into a grand finale worth seeing. The one word that was screamed into the heavens suited the action that followed it.

"SSSUUUPPPEEERR NOVWVAAA", and all hell broke loose.

Down in the streets below, two Police Officers were enjoying a late night coffee by their assigned car, both were relieved that another night went by with no catastrophe or chaos happening other than a few muggings and robberies they couldn't handle. "Thanks for the coffee Steve, I really need something to keep me awake, especially if we're going to be doing night shift now", said the middle aged African American Cop. His partner, a much younger Caucasian male responded with a nod, "Your welcome sir, the night sure is lovely isn't it?" The superior Officer of the two smiled brightly and shook his head yes. The streets were still packed with passing people but everyone seemed to be calm and went about their business. The whole scene changed when a loud explosion was heard at the top of the tallest building in the city. The cops dropped their beverages, being startled by the sound above and people screaming in surprise. Pretty much every person's head on the block was looking up wondering what just happened and the authority figures followed their gaze. Up in the sky there was a wave of fire, expanding at an amazing rate to the length of almost 3 football fields, the crowd's faces were a mixture of amazement and worry. They didn't know if this action was caused by something intentionally or accidentally.

"So much for a peaceful night, several weeks after the giant lizard attacks we get something like this", yelled Officer Steve as he squinted from the intense heat along with many others. The good thing was the expansion of the flame waves were starting to die down quickly. "Something happened up there Steve, we got to get a chopper or something to check it out but it may take a while", responded his superior. The crowds of people became calm and quickly started moving again through the streets to get home or whatever place they had to be for safety, some couldn't help but still stare at the dying combustion.

On top the tower in midair, Gwen, despite being tired from her action was cackling like a psychopath, man this felt good to her in every

way. Quickly noticing that gravity was starting to take its effect, the Pyronite focused her vision to the platform view of the building down below and in the blink of an eye she spun her body into the form of a twister. The thick streak of destruction left the smoking perimeter and descended down below to land safely on the fenced edges of the tall structure. Upon landing, Gwen reverted back into her humanoid form and stared up, admiring her work of a supernova as it was quickly fading into smoke and cinder. The girl never saw it coming as she dropped down to her knees and began panting out of the ordinary. "Man that really took it out of me", the girl turned alien said as she was catching her breath. Unknown to Gwen the watch's essence came alive and worked its way to turn off the transformational state she was in.

BEEEP, BEEEEP, BEEEP, BEEEEP,BEEEEEEEEEEEEEEEP, and what followed that techno low pitch tune was a flash of red that consumed the teen's body.

The heir of the Stacy family opened her eyes after the flash not knowing she closed them in the first place and the first thing that came to vision was the rooftop ground and her hands. They were back to normal with all five fingers. She stood back up with surprisingly restored energy, confusion coursed through the blonde's head.

What stood in the flaming Amazon's place was the cute nerdy teenager everyone came to love. The pajama clothes were still on her body in one piece, not burnt by the flames at all. This was a good thing, it beats being naked. Gwen looked at her wristed and saw that the watch's color was a dark crimson instead of the emerald green it had when she found it back home. She tampered with it, wondering why it had stripped her of her gifts, the Omnitrix didn't budge at all and produced its usual soothing hums to calm the situation down.

"Why did you do that? I was only a little parched you didn't have to turn me back on your command", said the blonde feeling slightly embarrassed to be alone on the tower talking to a watch, that didn't stop her though. "C'mon you proved yourself you wouldn't harm me, can't you change me back?" The Omnitrix did this for its user's own good, it was a safety protocol issued by the creator to ensure that the host didn't lose control of its sanity considering 10 different aliens were now mended with the DNA of a this human female. After 10 or 20 minutes the gadget will time out from its active state depending on the physical activeness of the host and will enter a stage of recharging the core energy. After receiving nothing but more tuning hums the teen dropped the discussion and had no other choice but to wait and see what the watch will do. In the meantime the blonde walked around the tower fenced platform wrapping her arms around herself since all she had on was a white shirt with no braw on and her green pajama pants, now she really wished she had worn slippers. Gwen began to slightly cough covering her mouth to prevent the smoke that was starting to descend from up above enter her lungs. Coming to a sudden realization, she face palmed her forehead. "_Wait ago Stacy, you try to hide yourself as much as possible and now a giant number of people saw what you just did_", she told herself. Having her powers taken away made her see how reckless the act was, Gwen could only hope the people below thought it was some kind of occupational hazard and not the latter. Despite being in the reckless state of power hungry, the good emotions she felt earlier were still in her heart stronger than ever. Now was not the time to be pessimistic, it was the time figure out how she was going to get down

from the building without guards or anyone finding out someone was up here.

With her mouth still covered, Gwen quickly made her way towards the elevator used by tourists and to her disappointment it was locked from here and the other side. She looked everywhere but the high schooler couldn't find any other exit other than the ladders used by technicians and construction which were also locked with a steel fence. The blonde sat down with her arms around her knees and face in her shirt going into deep thinking and breathing as quietly as possible. After what felt like 5 minutes Gwen's state of mind was interrupted by a high pitch chime with the watch's color becoming emerald green once again, upon seeing the device functioning and the veins in her arm glow, she grinned and stood up from her sitting position.

"Alright let's try this again", said the excited chick, pressing the large button next to the hourglass and hearing the all too familiar techno CLICK, CLICK, CLICK. Gwen scrolled through the icons on the pop up cylinder and landed on the tenth one. Once she thought of her more precise new plan, the hyped girl slammed her palm on the icon and in a flash of green she was her flaming incarnation once again.

"Oh yeah Baby, now we're talking".

The returned Pyronite's first act of movement was to concentrate her flames. The fire surrounding her fiery body began to die down, slowly leaking its way to enter its master's pores. Once that was done the humanoid was no longer glowing as bright as she was before, it was best to lower the heat if she wanted to make it back home without being caught, seen or cause more hell. Conjuring up her now dim flaming board Gwen quickly jumped on it and made a quiet blast off into the air going so high above the smoke and clouds she could barely be seen from ground's point. Thanks to her enhanced vision and bird's eye view of the city the teen was able to see the proper direction of her home. Without further ado the gifted human slowly floated towards her destination determined to get home safely, done for the night.

It took a long while but Gwen managed to pull off her goal, spinning into her teleportation twister, she slowly descended upon her apartment rooftop thanking God up above that the majority of the citizens on this street preferred transportation rather than street parking. Dimming the flames even more as she lowered to the roof, the blonde turned magma maiden let out a relaxing sigh as the twister disappeared. The Omnitrix understood the scenario and commenced the deactivation process for its user. Gwen heard the low pitch beeping on her chest that was also flashing red but this time she embraced what was to come, she will be back to her normal self any second now. Once she transformed to her original body, Gwen ignored the watch and dug into the pockets of the pajama pants and to her relief the keys to the roof and house were still there, not hesitating to pull them out the girl who was starting to feel exhausted turned around to the closed door and inserted the key to open it not bothering to remember the orb capsule that was still on the upper parts of the building near the ventilation systems. Still on the alert the teen stealthy made her way down the long set of stairs and back into the dimmed lighted hallway, she paced down the number of doors and stopped at the right one. Gwen could only cross her fingers and hope that her

Mom and brothers were sleeping, accepting whatever consequence that might be waiting she quietly unlocked the front door and was glad to see the only lights on were the ones coming from the kitchen. Faint snoring could be heard throughout the apartment and they came from all five rooms except for Gwen's. There would be no consequence after all.

Taking quick advantage of the situation Gwen silently shut the door and tiptoed to her room at the end of the hall, once she got there she closed and locked her door fast before her luck turned and someone in the family woke up to check on the ruckus. She was tired, but not tired enough to collapse and never wake up for a week. Her mental state was just in total mind blown from what had happened on this very Friday. Thank God tomorrow was Saturday, school wasn't something she wanted to look forward to at the moment. Lazily turning on the lamp night light Gwen threw herself on her bed spreading her arms and legs all across the soft mattress taking in the relaxation. The watch on her wrist gave a soft chime indicated it was ready to be active once again, too bad that wasn't going to happen till probably the next day. The blonde was still deeply curious about the other creatures she could turn into. She raised her left arm to her face running her right fingers all over her illuminated veins not bothering to consider trying to take off the watch because she knew it wasn't going to.

"You're stuck with me permanently aren't you?" Her response was a soothing hum from the Omnitrix.

Gwen let out a long sigh, how was she going to keep this a secret from the people in her life. The watch wasn't big on her wrist but at the same time it wasn't small either, it would only be best to start wearing long sleeves or jackets, it was a good thing that the colder weather was approaching but what would be next after the season was over. She'll have to cross that bridge when she gets to it. The teen's pedicured foot touched something at the edge of her bed, it was the laptop she left unattended when she decided to open the window for some cool air. Deciding to get the task over with Gwen stood up to shut the window and logged off her computer but not before glimpsing at her background photo of Peter Parker. Peter, what was she going to tell him? Should she confess that she now possessed special powers as well? After some quick decisions the high schooler decided she will. Her boyfriend loved her no matter what, it will not be easy breaking it to him tomorrow since they agreed to see each other again but something told her that things will work out. She must remain optimistic. Their amends will never change. Gwen logged off and set the laptop back on the desk before jumping into her bed to cuddle with her pillows for the night. It was time for some sleep since it was several minutes away from being 11:00 pm.

"Wait till Pete gets a load of you", was the last thing the girl said before slowly drifting off to sleep.

****Queens, Parker Residence 7:30 AM****

He tossed and turned in his bed with sleep slowly leaving his body as it was telling him to wake up. Peter pulled the large blanket off and got up to stretch, for the first time in a while he finally got some good rest. The teen went to the bathroom for a quick shower and came out wearing his skinny black jeans along with a red t shirt with a white long sleeve undershirt beneath it. He poked his thumbs and

fingers into the holes that were made in the sleeves, a fashion thing he liked to do. Instead of the usual torn athletic shoes Peter chose to wear his worn out blue converse. The smell of pancakes began to fill the hero in secret's nose making him hungry by the minute. "She up this early", was all he said before making his way downstairs.

Aunt May was in the kitchen making a giant stack of delicious blueberry and chocolate pancakes. It sure looked appetizing, Peter snuck his way behind her and delivered a lovingly kiss to his Aunt's cheek. She quickly turned around and gave him one in return smiling to see her nephew in good spirits.

"You're up early", May simply said.

"I could say the same for you", was his only reply.

He sat at the table waiting for his breakfast while turning on the T.V. setting it to the morning news. May came with the healthy stack and the syrup gently placing it in the middle of the table. The hungry teen grabbed a couple of the pastries and coated them with the sweet topping. They were both enjoying their first meal of the day until the news caught their attention.

"_And now we move onto a strange event that occurred yesterday around 10:15, last night there was a seemly odd sky performance that looked like it was almost raining fire. We've received reports from all kinds of residencies and office buildings that a projectile of flames was traveling halfway across the city skyline, this claim is supported by a large explosion that happened at the top of the famous Empire State Building, here we have an amateur video recorded by a civilian's phone'.'_

Just as the reporter announced there was a video recorded from a smart phone aiming at the top of the building and the scene was horrific yet impressive. High above the tallest antenna there was a giant ball of fire expanding to an incredible rate of 150 meters or more and slowly starting to fade before the video cut off.

"What _could this mean people of New York? Was this an act of threat or a mere cheap firework performance gone terribly wrong? The good thing from all this is that nobody was injured in the streets and the workers in charge of cleaning the outer parts of the building will be getting a good pay, I wouldn't want to be the one scrubbing all that filthy ash on the tourist platform. In other news we switch to the latest update on the construction of the Oscorp building and the finishing adds to the new Stark Tower made by Mr. Tony Stark himself_".

"Woah", Peter was the first to speak of the two at the table.

"I hope everything is ok, that's a pretty big explosion, who knows what could've caused it", said his Aunt who was more shocked than him.

Deep down the teen was taken by surprise, especially since this happened last night, he must have drifted off before the events occurred. Silently finishing of the rest of his food Peter excused from the table and thanked his relative for the serving. She welcomed him but quickly reverted back to watching the news on the T.V., Peter

washed his dish and made his way back upstairs preparing himself for the long day that was coming.

****Gwen's Apartment home****

She dropped the spoon from her hand almost dripping the bowl of cereal in the process, Gwen was up pretty early and surprisingly also well rested despite her long list of actions last night. She was sitting in the living room alone having some breakfast since all her siblings were still asleep when all of a sudden the news brought up the events from the previous night, it was all captured onto video as well from someone's phone. After watching this Gwen was still sitting on the couch lazily starrng at the T.V., pulling herself together she picked up the spoon looked up at the ceiling and let out a long moan.

"Nice going you dimwit, nice fucking going", the blonde was never one for cursing but in this case scenario it was the perfect time to let it slide. This is what she gets for her recklessness but the good thing was there wasn't a slight video capture or reference of her in her fire and lava coated body. It would be best not to become that alien incarnate anytime soon. Shaking off the bad thoughts, the teen finished her bowl of mini wheats and set it aside to lift up her sleeve. Before exiting her room she switched her white t shirt to a long sleeve white pajama shirt in order to conceal the watch, her watch. Once she lifted her sleeve and making sure the doors of her siblings haven't open yet, her thumb pressed the green button and started scrolling through the alien icons.

"You do have a different variety of creatures don't you? I mean none of these look the same", a silent hum was the reply from the comment.

Deciding to stop with the tinkering, the blonde pressed the button to close the cylinder pop up and lowered the sleeve on her arm. Next she changed the news to Netflix on the PS3 and set it to Doctor Who series 1 of the reboot, it was a good science fiction show her debate team introduced her to. How she loved that Rose Tyler and that leather Jacket brooding time lord. After watching two length episodes her phone in her lap rang indicating she received a message. It was her bug boy.

Peter: Good morning beautiful, howd ya sleep?

Gwen: Morning bug boy, I slept well3

Peter: That's great, whadda ya say we hang later on for our weekend?

Gwen: Sounds great I'll go get ready.

Peter: Sweet, meetcha passed your doorman, Love you 3

Gwen: Lol love you more xxx 3.

She stared down at her sleeve, "Well this is it. It's time to show him what you have done to me when the time comes", she said to the Omnitrix. She turned off the T.V. and headed straight for the bathroom to shower. After locking the door and stripping down to her thong she checked the water to make sure it was just right, Gwen

could only hope the watch didn't malfunction or electrocute her while getting wet and after testing the theory by soaking her left arm first in the water, it didn't. Her shower was nice and as soon as she got out her family had woken up, her brothers already changing the T.V. to cartoons and her Mom entered the kitchen to make breakfast.

The blonde took her time to get herself ready for her day with Peter, after drying her hair really good and tying it into a high pony tail, she put on a black pair of leggings with her black boots followed by a violet undershirt topped with a navy blue baggy sweater to cover the Omnitrix. Giving a quick glance in the mirror she grinned and headed out the hallway. Helen saw her daughter making her way towards the door and knew what she was up to.

"Morning honey, off to see Peter?" She asked in a cheerful tone.

"Yes Mom I'll be back I promise", her daughter replied. "I already ate something before you all woke up".

"Ok sweetie take care stay out of trouble", was Helen's last statement

"I will, and stay away from my room you rascals", said Gwen now referring to her younger brothers in the living room.

That being said, the blonde grabbed her bag and left the apartment making her way down to the lobby where her bug boy was probably waiting for her. To her surprise he wasn't, he was probably on his way as she thought out loud. The waiting took a good 20 minutes but after that was over Peter came walking into the lobby carrying nothing on him rather than his duffle bag and the clothes on his back. Gwen passed her doorman and began running towards her boyfriend arms completely spread out. Peter followed with the same gesture and as soon as they wrapped themselves in one another's arm they engaged in a passionate lip lock, not caring if people were near by watching.

"Mmm, mini wheats?" he asked tasting her lips.

"Yup, blueberry pancakes?" she asked in return.

He nodded as they continued their hot make out session. The Omnitrix sensed that its user was in a state of intimacy so it tried to stay quiet as much as possible. Once their lips parted they smiled and headed for the exit, with Peter not knowing this day was going to be one hell of a ride.

A/N: Hope you all enjoyed this chapter, please leave a review and tell me what you guys think.

End
file.